FCC Wireless Telecommunications Bureau
Application for Assignments of Authorization
and Transfers of Control

Approved by OMB
3060 - 0800
See Instructions for public burden estimate

Submitted 04/19/2004 at 04:24PM

File Number:
0001701432

Application Purpose: Transfer of Control

 If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

 File Number:

Type of Transaction

- 3a) is this a pro forma assignment of authorization or transfer of control?No
- 3b) If the answer to Item 3a is 'Yes', Is this a notification of apro forme transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5a) Does this filing request a waiver of the Commission rules?
- If 'Yes', attach an exhibit providing the rule numbers and explaining circumstancesNo
- 5b) If a feeable walver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.
- 6) Are attachments being filed with this application?Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- (7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required?Yes

Transaction Information

- 8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock if required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.
- 9) The assignment of authorization or transfer of control of license is Voluntary

Licensee/Assignor Information

19) Telephone Number: (703)660-6677 20) FAX Number: (703)768-5407 21) E-Mail Address: stan.sech@metrocall.com					
16) City: Alexandria		17) State: VA	18) Zip Code: 22306		
14) P.O. Box:	And / Or	15) Street Address: (8677 Richmond Highway		
13) Attention To: Stan Sech, COO					
12) Entity Name (If not an Individual):	Metrocall USA, Inc.	-			
11) First Name (if individual):	M1.	Last Name:	Suffix:		
10) FCC Registration Number (FRN):	0002051357				

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Native Hawailan or Other Pacific Islander:	White
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		
Gender:	Female:	Male:		

Transferor Information (for transfers of control only)

23) FCC Registration Number (FRN):	0003737210		
24) First Name (If individual):	,MI	Last Name:	Suffix:
25) Entity Name (If not an individual):	Metrocall Holdings	, Inc.	
26) P O. Box:	And / Or	27) Street Address: 6	677 Richmond Highway
28) City: Alexandria		29) State: VA	30) Zip Code: 22306
31) Telephone Number: (703)660-667	7	32) FAX Number: (70	93)768-5407
33) E-Mail Address: stan.sech@metr	ocall.com		

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Frederick	MI: M	Last Name: Joyce	Suffix: Esq
35) Company Name: Venable LLP	n y 21k a tumuu	Control in a 1 part to an interest of the second se	
36) P.O Box:	And / Or	37) Street Address: 575	7th Street, N.W.
38) City: Washington		39) State: VA	40) Zip Code: 20004
41) Telephone Number: (202)344-4653		42) FAX Number: (202)344-8300	
43) E-Mail Address: rjoyce@venat	ole.com		

Assignee/Transferee Information

44) The Assignee Is a(n): Corporatio	n		
45) FCC Registration Number (FRN)	0010627032		
46) First Name (if individual):	MI:	Last Name.	Suffix
47) Entity Name (if other than individu	ıal):Wizards-Patriot	s Holdings, Inc.	
48) Name of Real Party in Interest			49) TIN:
50) Attention To: Vincent D. Kelly			
51) P.O. Box:	And / Or	52) Street Address.	6677 Richmond Highway
53) City: Alexandria		54) State VA	55) Zip Code: 22306
56) Telephone Number. (703)660-667	7	57) FAX Number: (7	03)768- 96 25
58) E-Mail Address: vInce.kelly@me	trocall.com		

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: Frederick	MI: M	Last Name: Joyce	Suffix: Esq	
60) Company Name: Venable LLP			<u>-</u>	
1) P O. Box: And / Or 62) Street Address: 575 7th Street, N.W.				
63) City: Washington		64) State: DC	65) Zlp Code: 20004	
66) Telephone Number: (202)344-46	53	67) FAX Number: (202)344-8300		
68) E-Mail Address: rjoyce@venabl	e.com			

Allen Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If "Yes", attach exhibit explaining circumstances	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native	Asian:	Black or African-American	Native Hawailan or Other Pacific Islander:	White
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female [*]	Male.			

Assignor/Transferor Certification Statements

The Assignor or Transferor certifles transferred until the consent of the Fedrequired because the transaction is suitelecommunications carriers. See Mem.	eral Communications Co bject to streamlined not	ommission has been given, or (2) tha fication procedures fo <i>pro forma</i> assi	t prior Commission consent is not
 The Assignor or Transferor certifies incorporated by reference are material. 			
79) Typed or Printed Name of Party Au	ithorized to Sign		
First Name: VIncent	MI: D	Last Name: Kelly	Suffix.
80) Title: President and CEO			_
Signature: Vincent D Kelly		81) Date: 04/19/04	,

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee cartifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures form assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- If the applicant has sought a walver of any such rule in connection with this application, it may make this certification subject to the outcome of the walver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any night accured by, or any sult or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Vincent	MI: D	Last Name: Kelly	Suffix:
83) Title: President and CEO			
Signature. Vincent D Kelly		84) Date: 04/19/04	
WILLFUL FALSE STATEMENTS MADE IMPRISONMENT (U.S. Code, Title 18, S PERMIT (U.S. Code, Title 47, Section 3	Section 1001) AND/OR	REVOCATION OF ANY STATIC	ON LICENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Frequency Number	90) Lower or Center Frequency (MHz)	91) Upper Frequency (MHz)	92) Constructed Yes / No	93) Assigment Indicator
KNNF697	GS	** ***					Yes	1
KNNF756	GS						Yes	•
KNNG392	GS						Yes	• •
KNNK472	G8						Yes	=
KNNM500	GS						Yes	ŝ
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KNNP201	GS						Yes	-
KNNU735	GS						Yes	•
WNGH514	GS						Yes	•
WNLI643	GS						Yes	•
WNLI644	GS						Yes	•
WNLI645	GS						Yes	•
WNLI646	GS						Yes	•
WNLI648	GS						Yes	
WNLP674	GS						Yes	-
WNLP676	GS						Yes	•
WNMV378	GS						Yes	:
WNUR971	GS						Yes	•
WNWB486	GS						Yes	•
WPAA409	GS						Yes	

WPAA412	GS
WPAA413	GS
WPAA414	GS
WPAA415	
WPAD781	
WPAJ467	GS

WPAN698	GS
WPAR469	GS
WPAT291	GS GS
WPAT297	GS
WPAT298	GS
WPAT315	GS
WPAY246	V
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WPAZ697	GS
WPBC933	GS
WPBG832	GS
WPBJ797	GS
WPBQ364	GS GS
WPB3507	GS
WPCC258	GS
WPCC261	GS
WPCM693	GS
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WPCP260	
WPCS853	GS
WPCT724	
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WPCZ731	GS
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WPDR993	GS
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WPEN875	GS
WPEN879	GS
WPFF881	GS
WPFH572	GS
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WPFM316	GS
WPFM320	GS
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WPFM362	GS
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WPFN463	GS
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WPFP231	GS
WPFP320	GS
WPFP889	GS
WPFQ547	GS
WPFT385	GS
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WPGJ905	GS
WPGK629	GS
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WPGQ501	GS
WPGQ509	GS
WPGQ513	GS
WPGQ517	GS
WPGQ540	GS
WPGT818	GS
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WPGZ725	GS
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WPHE444	
WPHE456	GS
WPHF378	GS
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WPHG436	GS
WPHG490	GS
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WPHQ664	GS
WPHQ672	GS
WPHQ738	GS
WPHT384	GS
WPHT388	GS
WPHT397	GS
WPHW434	GS
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WPIA857	GS
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WPIC360	GS
WPID366	GS
WPID526	GS
WPIF690	GS
WPIF694	GS
WPIF883	GS
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WPIH662	GS
WPIH665	GS
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WPIK360	GS
WPIK980	GS
WPIM243	GS
WPIQ540	GS
WPIT927	GS
WPIT935	GS
WPIT938	GS
WPIT939	GS
WPIZ223	GS
WPIZ453	GS
WPJI901	GS
WPJK677	GS
WPJR268	GS
WPJS780	GS
WPJS784	GS
WPJS785	GS
WPJW489	GS
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WNUF640	IK
WNUS592	IK
WNUT954	IK
WNUT956	IK
WNUZ436	IK
WNUZ447	IK
WNVA514	IK
WNVG520	IK
WNVV776	IK
WNVZ379	IK
WNWC348	IK
WNWC352	IK
WNWE534	IK
WNWK698	IK
WNWM203	IK
WNXI348	IK
WNXI536	IK
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WNXX656	iK
WNXY349	IK
WNYH402	IK
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#### FCC Form 603 Schedule A

## Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

#### Assignments of Authorization

## 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets.
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#### 3) Certification Statements

#### For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicity Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

## For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

#### Transfers of Control

#### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is.

#### Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

#### **Attachment List**

No

Attachment Type	Date	Description	Contents
Other	1114/19/14	Statement Regarding Resubmission	0179254309739965630300202.pdf

# Arch-Metrocall Transfer of Control Resubmission of Application

The foregoing application is one of two applications being submitted to replace the application filed on April 9, 2004, which was assigned ULS File No. 0001691043. Due to a subsequent, unexplained problem with the ULS, the application under File No. 0001691043 can no longer be located in or retrieved from ULS. Efforts of the Commission's technical support personnel to determine the cause of this problem, and to restore the application, have not been successful. The application is therefore being refiled, and at the suggestion of the Commission's staff, it has been broken down into two separate filings.

Of the two resubmission filings, File No. 0001701168 has been designated by the parties as the lead application. All Exhibits relative to the transaction are attached to File No. 0001701168. Those Exhibits are the same documents that were attached to File No. 0001691043, and no changes have been made to them. Additionally, a copy of the "print preview" for File No. 0001691043 and the ULS confirmation of submission for that filing are attached to File No. 0001701168 for the Commission's reference.

The Exhibits attached to File No. 0001701168 are incorporated by reference into the second of the resubmission filings, File No. 0001701432.